

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

CLAUDIA WOODARD and ELISE LAWLESS,

Plaintiffs,

-against-

TWC MEDIA SOLUTIONS, INC. and THE  
WEATHER CHANNEL,

Defendants.

Case No. 09 Civ. 3000 (BSJ)(AJP)

**AFFIDAVIT OF MATT DERELLA**

STATE OF NEW YORK )  
                          )  
                          ) ss.:  
COUNTY OF NEW YORK )

Matt Derella, being duly sworn, deposes and says:

1. I am familiar with the facts and circumstances set forth in this Affidavit. I make this Affidavit based on my personal knowledge, and/or my review of documents regularly maintained in the regular course of business by Defendants TWC Media Solutions, Inc. ("TWCMS") and The Weather Channel ("TWC"). I make this affidavit voluntarily, knowing that it will be used in legal proceedings.

2. I was hired by TWCMS in or around December 2002 in the position of Director Custom Solutions, reporting to Meade Camp.

3. In January 2004, TWCMS transferred me to an Account Manager position, reporting to Terry Sekel. In this regard, I was a member of Mr. Sekel's team.

4. In 2005, TWCMS named me "salesperson of the year" for the whole company. This award was decided by the sales managers and Paul Iaffaldano. In 2005 and 2006, TWCMS named Mr. Sekel's team the "sales team of the year" for the whole company. This award was also decided by the sales managers and Paul Iaffaldano.

5. During my employment at TWCMS, I regularly observed Mark Gall's interactions with TWCMS employees, including Account Managers. I do not recall ever witnessing Mr. Gall treating anyone unfairly. I observed that Mr. Gall differentiated employees by how hard they worked and I observed that, to the extent Mr. Gall seemed to prefer certain employees over others, he preferred those who worked the hardest.

6. During my employment at TWCMS, I do not recall ever witnessing any TWCMS manager give preferential treatment to male employees over female employees. Further, during my employment at TWCMS, I do not recall ever witnessing any TWCMS manager giving preferential treatment to Caucasian employees over non-Caucasian employees.

7. During my employment at TWCMS, I regularly observed Mr. Gall's interactions with Sly Phifer, an African-American Account Manager. Mr. Gall treated Mr. Phifer exceedingly well, and promoted him on at least one occasion. Furthermore, I observed that Mr. Gall devoted a lot of attention to Mr. Phifer, especially with respect to coaching and counseling his sales efforts.

8. During my employment at TWCMS, I regularly observed Mr. Gall's interactions with Lakieban Brown, an African-American Account Manager. Mr. Gall treated Mr. Brown exceedingly well, and promoted him on at least one occasion. Furthermore, I observed that Mr. Gall devoted a lot of attention to Mr. Brown, especially with respect to coaching and counseling his sales efforts.

9. During my employment at TWCMS, I regularly observed Mr. Gall's interactions with Jill Matrange, a female Account Manager. Mr. Gall treated Ms. Matrange exceedingly well. Furthermore, I observed that Mr. Gall devoted a lot of attention to Ms. Matrange, especially with respect to coaching and counseling her sales efforts.

10. During my employment at TWCMS, I regularly observed Mr. Gall's interactions with Janet Poillon, a female Account Manager. Mr. Gall treated Ms. Poillon exceedingly well. Furthermore, I observed that Mr. Gall devoted a lot of attention to Ms. Poillon, especially with respect to coaching and counseling her sales efforts.

11. During my employment at TWCMS, I regularly observed Mr. Gall's interactions with Diana Scully, a female Account Manager. Mr. Gall treated Ms. Scully exceedingly well. Furthermore, I observed that Mr. Gall devoted a lot of attention to Ms. Scully, especially with respect to coaching and counseling her sales efforts.

12. During my tenure as an Account Manager at TWCMS, Mr. Gall frequently made unscheduled, unannounced visits to my cubicle to ask me about the status of specific accounts. These "pop quizzes" happened all of the time, and I welcomed them. It is my opinion that Account Managers should be able to discuss the accounts they are working on at all times. I regularly observed Mr. Gall making similar visits to every single Account Manager in TWCMS's New York office.

13. TWCMS required Account Managers to bring their supervisor to meetings we had with TWCMS's Pricing and Inventory Department ("P&I") to discuss advertising rates. On one occasion, I violated this rule and Mr. Gall became upset. Mr. Gall took me into his office and explained to me, in no-uncertain terms, that I could not discuss rates with P&I without a

supervisor present. I observed that Mr. Gall got upset with other Account Managers for violating this rule, including Lakieban Brown and Craig Meadow.

14. Mr. Gall had a toy baseball bat in his office. I recall that the bat was no longer than 12-15 inches. I never witnessed Mr. Gall swing his toy bat at anyone or threaten anyone with his toy bat.

15. My wife currently works at BBC Americas and has been supervised by Mr. Gall for three years. He has treated her with nothing but the utmost respect throughout their professional relationship, including by promoting her to her current position of Vice President of East Coast Sales for BBC America. I am very happy that my wife reports to Mr. Gall, because he is a fair supervisor who judges people on their merit and willingness to work hard.

  
Matt Derella

Sworn to before me  
this 2<sup>nd</sup> day of November 2009



Notary Public

DIANE PEEK  
Notary Public, State of New York  
No. OIPES04096B  
Qualified in New York County  
Commission Expires March 27, 2010

TWC 3022